

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

ONE COMMUNICATIONS CORP., as successor in interest to CTC Communications Group, Inc. and CTC Communications Acquisition Corp.,

Plaintiff,

-against-

JP MORGAN SBIC LLC, SIXTY WALL STREET
SBIC FUND, L.P., THE MEGUNTICOOK FUND II,
L.P., THE MEGUNTICOOK SIDE FUND II, L.P.,
KEVIN O'HARE, JEFFREY KOESTER, MELLON
INVESTOR SERVICES LLC as nominal defendant
as escrow agent and Verizon New England Inc.
as defendant on a declaratory judgment claim,

Defendants.

Index No. 07 Civ. 3905 (LTS)

ECF

NOTICE OF MOTION

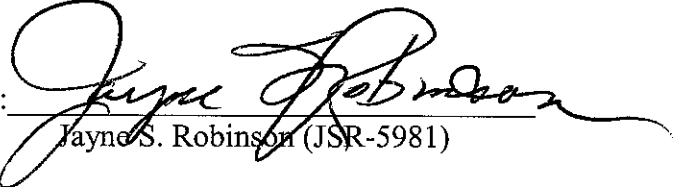
PLEASE TAKE NOTICE that, upon the Affirmation of Jayne S. Robinson dated September 17, 2007 and the Memorandum of Law submitted herewith, and all prior pleadings and proceedings had herein, defendants JP Morgan SBIC LLC and Sixty Wall Street SBIC Fund, L.P. will move this Court, before the Honorable Laura Taylor Swain, at the United States District Courthouse, 500 Pearl Street, New York, New York, Courtroom 17C, at a date and time to be scheduled, for an order pursuant to Fed.R.Civ.P. Rules 9(b), 12(b)(1), 12(b)(6) and 12(b)(7), and 28 U.S.C. § 1367(c) dismissing the Complaint as to them, and granting such other and further relief as the Court deems just and proper.

PLEASE TAKE FURTHER NOTICE that, pursuant to Stipulation and Order, opposition papers shall be served and filed by November 15, 2007, and reply papers shall be

served and filed at a time to be agreed.

Dated: New York, New York
September 17, 2007

ROBINSON & McDONALD LLP

By: 
Jayne S. Robinson (JSR-5981)

61 Broadway, Suite 1415
New York, New York 10006
Tel.: 212 953-3400
Fax.: 212 953-3690

Attorneys for Defendants
JP Morgan SBIC LLC and
Sixty Wall Street SBIC Fund, L.P.

TO: All Counsel on Attached Service List

SERVICE LIST

John Michael Teitler, Esq.
Nicholas W. Lobenthal, Esq.
Teitler & Teitler
1114 Avenue of the Americas
New York, New York 10036
Attorneys for One Communications Corp.

Mark S. Resnick, Esq.
The Resnick Law Group, P.C.
Old City Hall
45 School Street
Boston, Massachusetts 02108
Attorneys for One Communications Corp.

Paul E. Summit, Esq.
Ira Gross, Esq.
Sullivan & Worcester
One Post Office Square
Boston, Massachusetts 02109
Attorneys for The Megunticook Fund II, L.P. and
The Megunticook Side Fund II, L.P.

David B. Mack, Esq.
O'Connor, Carnathan and Mack LLC
8 New England Executive Park
Suite 310
Burlington, Massachusetts 01803
Attorneys for Kevin O'Hare and Jeffrey Koester

Joseph M. Pastore, III, Esq.
Dreier LLP
One Landmark Square, 20th floor
Stamford, Connecticut 06901
Attorneys for Kevin O'Hare and Jeffrey Koester

Scott H. Angstreich, Esq.
Joseph Solomon Hall, Esq.
Kellogg, Huber, Hansen, Todd & Evans PLLC (DC)
1615 M Street, N.W., Suite 400
Washington, D.C. 20036
Attorneys for Verizon New England Inc.

Nicholas J. Panarella, Esq.
Kelley Drye & Warren LLP
101 Park Avenue
New York, New York 10178
Attorneys for Mellon Investor Services LLC

CERTIFICATE OF SERVICE

I hereby certify that on September 17, 2007, a copy of the foregoing was filed electronically. Notice of this filing will be sent by e-mail to the following by operation of the Court's electronic filing system, who may access this filing through the Court's system:

John Michael Teitler, Esq.
Nicholas W. Lobenthal, Esq.
Teitler & Teitler
1114 Avenue of the Americas
New York, New York 10036
Attorneys for One Communications Corp.

Mark S. Resnick, Esq.
The Resnick Law Group, P.C.
Old City Hall
45 School Street
Boston, Massachusetts 02108
Attorneys for One Communications Corp.

Joseph M. Pastore, III, Esq.
Dreier LLP
One Landmark Square, 20th floor
Stamford, Connecticut 06901
Attorneys for Kevin O'Hare and Jeffrey Koester

Scott H. Angstreich, Esq.
Joseph Solomon Hall, Esq.
William David Sarratt, Esq.
Kellogg, Huber, Hansen, Todd & Evans PLLC (DC)
1615 M Street, N.W., Suite 400
Washington, D.C. 20036
Attorneys for Verizon New England Inc.

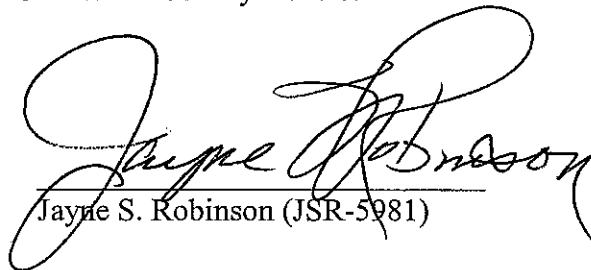
Nicholas J. Panarella, Esq.
Kelley Drye & Warren LLP
101 Park Avenue
New York, New York 10178
Attorneys for Mellon Investor Services LLC

I also certify that on September 17, 2007, a copy of the foregoing was served by

Federal Express on the following:

Paul E. Summit, Esq.
Ira Gross, Esq.
Sullivan & Worcester
One Post Office Square
Boston, Massachusetts 02109
Email: Psummit@sandw.com
Attorneys for The Megunticook Fund II, L.P. and
The Megunticook Side Fund II, L.P.

David B. Mack, Esq.
O'Connor, Carnathan and Mack LLC
8 New England Executive Park
Suite 310
Burlington, Massachusetts 01803
Email: dmack@ocmlaw.net
Attorneys for Kevin O'Hare and Jeffrey Koester



Jayne S. Robinson (JSR-5981)